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*Co-Counsel to the Investigation Committee of
the Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

REVLON, INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 22-10760 (DSJ)
)
) (Jointly Administered)
)

**EIGHTH MONTHLY FEE STATEMENT OF ALAN GOVER FOR COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
AS ATTORNEY FOR THE DEBTORS AND DEBTORS IN POSSESSION
FROM MARCH 1, 2023 THROUGH APRIL 3, 2023**

¹ The last four digits of Debtor Revlon, Inc.'s tax identification number are 2955. Due to the large number of debtor entities in these Chapter 11 Cases, for which the Court has granted joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/Revlon>. The location of the Debtors' service address for purposes of these Chapter 11 Cases is: 55 Water St., 43rd Floor, New York, NY 10041-0004.

Name of Applicant:	Alan Gover
Authorized to Provide Professional Services to:	Debtors and Debtors in Possession, as Counsel to the Investigation Committee
Date of Retention:	July 21, 2022, <i>nunc pro tunc</i> to June 15, 2022
Period for which compensation and reimbursement is sought:	March 1 through April 3, 2023
Monthly Fees Incurred:	\$37,410.00
20% Holdback:	(\$7,482.00)
Total Compensation Less 20% Holdback:	\$29,928.00
Monthly Expenses Incurred:	\$0.00
Total Fees and Expenses Due:	\$37,410.00

This is a: X monthly interim final application

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”), the *Order Authorizing the Retention and Employment of Alan Gover as Attorneys for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* [ECF No. 254] (the “Retention Order”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [ECF No. 259] (the “Interim Compensation Order”),² Alan Gover (“Mr. Gover”), co-counsel for the Investigation Committee of the Board of Directors of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby submits this eighth

² Capitalized terms used herein but not otherwise defined herein have the meanings ascribed to them in the Interim Compensation Order

monthly fee statement (the “Eighth Monthly Fee Statement”), seeking compensation for services rendered for the period from March 1, 2023 through April 3, 2023 (the “Eighth Monthly Fee Period”). By this Eighth Monthly Fee Statement, Mr. Gover seeks payment in the amount of \$29,928.00, which represents the portion of the eighty percent (80%) of the total amount of compensation sought for actual and necessary services rendered during the Eighth Monthly Fee Period. Mr. Gover is not seeking reimbursement of any actual and necessary expenses incurred in the Eighth Monthly Fee Period.

Services Rendered and Expenses Incurred

1. Attached as **Exhibit A** is a summary setting forth Mr. Gover’s (i) name and title, (ii) aggregate hours spent, (iii) hourly billing rate at current billing rates, (iv) amount of fees incurred, and (v) the year of bar admission.

2. Attached as **Exhibit B** is a summary of the services rendered and compensation sought, by project category, for the Eighth Monthly Fee Period.

3. Attached as **Exhibit C** is itemized time detail of Mr. Gover’s time entries for the Eighth Monthly Fee Period and summary materials related thereto.

Notice and Objection Procedures

4. Notice of this Eighth Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Revlon, Inc., 55 Water St., 43rd Floor, New York, NY 10041-0004, Attention: Andrew Kidd, Esq.; (ii) Debtors’ Counsel, Paul, Weiss, Rifkind, Wharton & Garrison, LLP, 1285 Avenue of the Americas, New York, NY, 10019, Attention: Robert A. Britton, Esq.; (iii) the Office of the United States Trustee Region 2, 201 Varick Street, Suite 1006, New York, NY 10014 Attention: Brian Masumoto, Esq.; (iv) counsel to the Official Committee of Unsecured Creditors, Brown Rudnick LLP, 7 Times Square, New York, NY 10036, Attention: Robert J. Stark, Esq. and Bennett S. Silverberg, Esq.; (v) counsel to the ad hoc

group of term lenders, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017, Attention: Eli J. Vonnegut, Esq.

5. Objections to this Eighth Monthly Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **15 days after filing of a Fee Statement** (the “Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

6. If no objections to this Eighth Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

7. If an objection to this Eighth Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Eighth Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration by the Court at the next interim fee application hearing.

Respectfully submitted,

New York, New York
Dated: April 26, 2023

/s/ Alan S. Gover

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EXHIBIT A

SUMMARY OF COMPENSATION BY PROFESSIONAL FOR SERVICES RENDERED FOR
THE PERIOD OF MARCH 1, 2023 THROUGH APRIL 3, 2023

Professional	Title	Year Admitted	Total Billed Hours	Hourly Billing Rate (\$)	Total Compensation (\$)
Alan Gover	Partner	1973	25.8	\$1,450.00	\$37,410.00
Total			25.8		\$37,410.00

EXHIBIT B

SUMMARY OF COMPENSATION BY PROJECT CATEGORY FOR SERVICES
RENDERED FOR THE PERIOD OF
MARCH 1, 2023 THROUGH APRIL 3, 2023

Project Category	Total Hours	Total Fees (\$)
Asset Analysis & Recovery	25.8	\$37,410.00
Fee/Employment Applications	0	\$0
Total	25.8	\$37,410.00

EXHIBIT C

ITEMIZED TIME DETAIL FOR SERVICES RENDERED FOR THE PERIOD OF
MARCH 1, 2023 THROUGH APRIL 3, 2023

Alan Gover

Invoice submitted to:

Revlon

Andrew Kidd

Executive Vice President & General Counsel

One New York Plaza

New York, NY 10004

April 20, 2023

In Reference To Asset Analysis and Recovery

Invoice #10009

Professional Services

			<u>Hrs/Rate</u>	<u>Amount</u>
3/2/2023	AG	Telephone call with Clareman, Klipner and J. Klein regarding plan process (0.5); emails with G. Petrillo regarding next steps in proceeding (0.1).	0.60 1,450.00/hr	870.00
3/3/2023	AG	Investigation planning call with J. Klein and Wachtell (0.5).	0.50 1,450.00/hr	725.00
3/4/2023	AG	Communications with G. Petrillo concerning public filing of client memo (0.1).	0.10 1,450.00/hr	145.00
3/5/2023	AG	Communications with G. Petrillo regarding privileged memo to client (0.1).	0.10 1,450.00/hr	145.00
3/6/2023	AG	Privileged communications with P. Aronzon (0.5); call with J. Klein and G. Petrillo regarding remaining work (0.4); follow-up emails with G. Petrillo and J. Klein (0.1).	1.00 1,450.00/hr	1,450.00
3/7/2023	AG	Legal research regarding releases.	2.50 1,450.00/hr	3,625.00
3/8/2023	AG	Drafting Board presentation.	1.50 1,450.00/hr	2,175.00
3/9/2023	AG	Drafting/editing board presentation.	1.00 1,450.00/hr	1,450.00
3/10/2023	AG	Drafting/editing privileged memo to client (1.0); drafting/editing board presentation (1.5).	2.50 1,450.00/hr	3,625.00
3/11/2023	AG	Reviewing/editing privileged memo to client and presentation (2.5).	2.50 1,450.00/hr	3,625.00
3/13/2023	AG	Email to client and G. Petrillo regarding next steps.	0.10 1,450.00/hr	145.00

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			<u>Hrs/Rate</u>	<u>Amount</u>
3/14/2023	AG	Privileged communication with client (0.5); drafting possible declaration for confirmation (0.5).	1.00 1,450.00/hr	1,450.00
3/15/2023	AG	Drafting possible declaration for confirmation.	0.50 1,450.00/hr	725.00
3/21/2023	AG	Reviewing draft confirmation brief (1.0); working on declaration for confirmation hearing (0.5).	1.50 1,450.00/hr	2,175.00
3/22/2023	AG	Call with J. Klein regarding P. Aronzon declaration and upcoming Restructuring Committee meeting (0.8); preparing for presentation to the Restructuring Committee (0.2).	1.00 1,450.00/hr	1,450.00
3/23/2023	AG	Presentation to the Restructuring Committee (0.5); investigative analysis call with J. Klein (0.3).	0.80 1,450.00/hr	1,160.00
3/24/2023	AG	Call with J. Klein regarding Aronzon declaration (0.2).	0.20 1,450.00/hr	290.00
3/25/2023	AG	Further work on declaration for confirmation hearing (0.5); legal research on certain confirmation issues (1.0).	1.50 1,450.00/hr	2,175.00
3/29/2023	AG	Reviewing comments re declaration (0.5); conferring with A. Gover and P. Aronzon regarding declaration (0.4).	0.90 1,450.00/hr	1,305.00
3/30/2023	AG	Reviewing comments regarding declaration (0.5); call with J. Klein regarding upcoming hearing and P. Aronzon declaration (0.8); analyzing privileged and confidential issue (0.7).	2.00 1,450.00/hr	2,900.00
3/31/2023	AG	Preparing confirmation hearing.	1.00 1,450.00/hr	1,450.00
4/2/2023	AG	Reviewing debtor's confirmation hearing filings and plan objections.	2.00 1,450.00/hr	2,900.00
4/3/2023	AG	Observing confirmation hearing.	1.00 1,450.00/hr	1,450.00
For professional services rendered			25.80	\$37,410.00